



Wyncoast Industrial Park Public Company Limited
Criteria for Minority Shareholders to propose the Agenda for 2026 Annual General Meeting in advance

Objective

Wyncoast Industrial Park Public Company Limited ("the Company") recognizes the importance of shareholders. To promote shareholder rights and treat shareholders fairly and equally in accordance with the principles of good corporate governance, prior to the Company's Annual General Meeting of shareholders, shareholders are given the opportunity to propose matters that they deem beneficial to the Company for the Board of Directors to consider and screen for inclusion in the meeting agenda. Shareholders are also given the opportunity to nominate individuals with appropriate qualifications for the Board of Directors to consider and screen for election as directors of the Company.

To ensure that the Company's directors are capable of performing their duties effectively for the maximum benefit of the Company and all stakeholders, as well as to help promote the Company's ability to comply with the Company's corporate governance policy in a concrete manner, with details as determined by the Company.

Criteria

1. Qualifications of shareholders who are eligible to propose AGM agenda and/or nominate qualified candidate(s) for director position.

1.1 The shareholder who will propose must be a single shareholder of the Company or several shareholders who, as of the date on which the agenda is proposed, hold shares totaling no less than 5 percent of the total number of ordinary shares with voting rights of the Company, and who have held shares in that proportion continuously for no less than 12 months from the date of holding shares until the date on which the agenda is proposed.

1.2 Be able to provide evidence confirming the number and duration of shareholdings as stated above, such as a copy of the share certificate or a document confirming the securities holding from the securities company. In the case of a copy, a signature must be required to certify that the copy is correct.

1.3 The qualifications of the nominated director must comply with the laws, rules, and regulations as specified by the Capital Market Supervisory Board. They must possess appropriate qualifications, possess knowledge, abilities, skills, and extensive experience in various business fields. They must perform duties beneficial to the Company with responsibility, caution, and honesty, and have sufficient time to work for the Company.

2. Proposal of the agenda

2.1 The Shareholders, fully qualified as in criteria No.1, can propose matters for consideration as an agenda item by preparing a form for proposing matters for inclusion as an agenda item for the 2026 Annual General Meeting of Shareholders (Attachment 1) and signing it as evidence, along with attaching proof of identity, proof of shareholding, and supporting documents useful for the consideration of the Board of Directors (if any), which must be sent to the Company Secretary by January 30, 2026 via post to the following address;

<p>Company Secretary Wyncoast Industrial Park Public Company Limited 105, Moo 3, Bangna-Trad Rd., K.M.52 Thakharm, Bangpakong, Chachoengsao 24130</p>
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In the case that several shareholders who have all the qualifications according to Section 1 propose an issue to be included on the agenda of the meeting, all shareholders must sign their names and attach proof of identity and proof of shareholding. In this case, the name of one shareholder who is designated by all shareholders to be the contact person on their behalf must be filled in. The Company's contact with that shareholder shall be considered as contacting all shareholders who have who have affixed their signature.

For an efficient AGM, the Company reserves its right not to include the following matters as the meeting agenda;

(1) The matters which violate the applicable laws, rules and regulations of the government agencies, regulatory agencies, or other relevant agencies, or which are not in compliance with the Company's Articles of Association, resolution of the shareholders' meeting and the Company's Corporate Governance Policy, except the proposal of amendment to the Company's Articles of Association or the review of the resolution of shareholder's meeting;

(2) The matters which are stipulated by laws to be considered at the shareholders' meeting, whereby the Company has included such matters in the agenda of the shareholders' meeting;

(3) The matters which are, by law, beyond the authority of shareholders' meeting;

(4) The matters which are beyond the objectives or authorities of the Company;

(5) The matters which had been proposed by the shareholders to the shareholders meeting within the past 12 months, where such matters were supported by the vote of lower than 10 percent of the total entitled voting shares, and there is no significant change to its relevant facts;

(6) The matters which its supporting information and/or supporting evidence are incomplete, insufficient, or have untrue statements, or the proposals are ambiguous, and the Company is unable to contact the proposing shareholder, or the matters have not been proposed within the scheduled timeframe;

(7) The matters which are routine work or under the management authority of the Company, except the matters which will generally cause significant impacts to the shareholders;

(8) The matters which are unlikely to be beneficial to the Company's business operations.

The proposals approved by the Board along with the Board's opinion will be included as part of the AGM Agenda. And the Company will specify that such agenda is proposed by the shareholder. On the other hand, the Company will inform the shareholders if they refuse to propose such matters in the AGM invitation letter.

2.2 The nomination of person to be elected as director

The eligible shareholder under the criteria in Clause 2 is entitled to nominate the candidate to be elected as director, by completing the **Form for Nominating the Candidate to be Elected as Director** (Attachment 2), and signing his/ her signature as evidence, as well as enclosing the identification evidence and shareholding evidence of such shareholder. The shareholder is required to arrange the nominated person to be elected as director to sign his/her consent in the said form and to certify the correctness of the provided information, as well as enclosing the nominated person's educational profile and significant personal information, together with other additional supporting documents which will be beneficial to the consideration of the Board of Directors (if any). Those documents shall be delivered to the Company **within December 1, 2025 to January 30, 2026** to the following address:

<p>Company Secretary Wyncoast Industrial Park Public Company Limited 105, Moo 3, Bangna-Trad Rd., K.M.52 Thakharm, Bangpakong, Chachoengsao 24130</p>
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In the case that collective shareholders under Clause 1 propose the matters to be included in the agendas of the AGM, each shareholder shall affix his/ her signature and provide the identification evidence and shareholding evidence. Those shareholders shall jointly appoint one shareholder as their representative. In the case that the Company contacts such person, it shall be deemed that the Company contacts all shareholders who have affixed their signature.

The nominated person shall possess the qualifications and has no prohibited characteristics as follows:

(1) Being the person who possess the appropriate qualifications and has no prohibited characteristics under the public limited company laws, securities and exchange laws, rules and regulations of the Securities and Exchange Commission, and the Stock Exchange of Thailand, and other relevant laws governing the qualifications and responsibilities of director;

- (2) Being the person with morality and ethics who has an excellent professional profile;
- (3) Being the person who has knowledge or experience in business management, especially in real estate business and construction, finance, accounting, or other areas which the Board of Directors deems appropriate;
- (4) Being able to attend the Board of Directors' meeting and shareholders' meeting every time, except in the case of necessity or force majeure;
- (5) Processing other qualifications which are possible to be additionally determined in order to be in compliance with the laws and suitability which are possibly changed in the future.

The candidate(s) must have qualifications in compliance with related laws and regulations. The Nominating and Remuneration Committee will consider the candidate's qualification and propose to the Board of Directors for consideration and nomination to the shareholders' meeting for election as directors.

The qualified candidate(s) approved by the Board along with the Board's opinion will be included in the agenda sent with the AGM notice. For the candidate(s) disapproved by the Nominating and Remuneration Committee or the Board, the Company will promptly inform the shareholders with the reason of the Board's through the notice of the Annual General Meeting of Shareholders for the shareholders' information.

Proposed Agenda for 2026 Annual General Meeting Form

1. General information of shareholder

Name (Mr., Mrs., Miss, Company and others / Surname): _____

Present / Contact address:

Residing at _____ Village / Building _____

Moo no. _____ Soi _____

Road _____ Sub-District _____

District _____ Province _____

Postal code _____ Country _____

Telephone No. _____ Email _____

Contact foreign address: (For foreign shareholder): _____

2. Shares held:

 _____ as of _____

3. Subject of the agenda proposed:

Objective: () To consider () To acknowledge () To inform

Details: _____

4. Documents required need to enclose with this Form

4.1 Valid evidence of the shares' held shown the number of shares held and the period of holding as in the criteria of the Company such as the certificate of shares' held from securities company or any other certificates from Thailand Securities Depository Co., Ltd (TSD), the stock Exchange of Thailand (SET) or Custodian or Certified true copy of the certificate of share.

() No Evidence of share held () Evidence of share held amount _____ pages

4.2 Shareholder identification document: For natural person the copy of the identification card or passport (in case of the foreigner) must be enclosed and certified true copy. In case shareholders are commercial registration, the copy of certificate of commercial registration must be enclosed. Also, the copy of director nominee's identification card or passport (in case of the foreigner) who has signed his/her name in this Form must be enclosed and certified true copy.

() No Evidence of share held () Evidence of share held amount _____ pages

5. Certified Statement :

I certify that all information written in this Form, the evidence of shares' held and other supporting documents are correct and accept to disclose these information by the Company.

() Shareholder's Signature
Date _____

Remarks

1. The identification evidence is:
 - (1) In the case of a natural person, a certified true copy of identification card or passport (in case of non-resident shareholder) shall be enclosed. In this regard, the shareholder is requested to conceal the religious information by a pen on those copied documents since the Company does not intend to collect such information, whereby the religious information is not necessary for verifying the shareholders.
 - (2) In the case of a juristic person, a certified true copy of affidavit and identification card or passport (in case of non-resident shareholder) of the authorized signatory director who has signed the agenda proposal form for this general meeting of shareholders must be attached, along with a certified true copy. The authorized signatory director is requested to use a solid pen to cross out the religious information on the copies of those documents, as the company does not wish to store such information and such information is not necessary for use in identifying the authorized signatory director.
 - (3) Others evidence (if any).
2. The shareholding evidence is:
 - (1) The shareholding certificate issued by the securities companies, or other evidence issued by the Thailand Securities Depository Company Limited, the Stock Exchange of Thailand or custodian, or a certified true copy of share certificate.
 - (2) Others evidence (if any).
3. This Form for Proposing the Matters to be included in the Agenda for AGM together with other supporting documents mentioned above shall be delivered to the Company within **January 30, 2026**, in order that the Board of Directors has an adequate time to consider the proposed matter under the criteria and process of the Company.
4. In the event that several shareholders jointly propose matters to be included in the agenda, each shareholder must complete the agenda proposal form for the 2026 Annual General Meeting of Shareholders and sign their names as evidence. They must also fill in the name of one shareholder whom each shareholder has designated to be the contact person on their behalf. The Company's contact with that shareholder shall be deemed to be contacting all shareholders who have signed their names in accordance with the criteria in Section 2.1. These documents shall then be compiled into one set and delivered to the Company.
5. In the case that individual or collective shareholders propose more than one matters/ agenda, the Form for Proposing the Matters to be Included in the Agenda for AGM shall be separately prepared for each agenda (1 form for 1 matter/ agenda) and shall be signed by all shareholders in every form.
6. In the case of changing title, name, or surname, the shareholder must provide a certified true copy of the change name certificate.
7. The Company will disqualify the shareholder who provided incomplete or incorrect information or is unable to contact or does not have complete qualifications.
8. The Company has announced Privacy Notice pursuant to the Personal Data Protection Act, B.E. 2562 (2019), to inform the Data Subject of details about objectives, collective, use, and disclosure of personal data for the benefit of attending the AGM and in order to comply with relevant laws. For more details, please consider on the Company's website at <https://wyncoast.com> / Newsroom / Wyncoast

**Form to Propose Agenda to the 2026 Annual General Meeting of Shareholder for the 2026
Annual General Meeting of Shareholders**

1. General Data

Name (Mr., Mrs., Miss, Company, Other / Last Name) _____

Current Address / Contact Address:

No. _____ Village / Building Number _____

Moo / Village No. _____ Alley _____

Road _____ Subdistrict _____

District _____ Province _____

Postal Code _____ Country _____

Telephone _____ Email _____

Overseas Address (For non-Thai nationals, please provide an overseas contact address): _____

2. Number of Shareholding : _____ **shares as at** _____

Period of Shareholding _____ Year (s)

3. I would like to nominate

(Mr./ Mrs./ Ms./ others) : _____ Age _____

who is fully qualified in accordance with the criteria of the company to be the director and does not possess any forbidden qualifications according to the Company's criteria, and agree to practice in compliance with the Company's Good Corporate Governance.

4. I hereby appoint the Shareholder, (Mr./Mrs./Miss) : _____

to be the contact person according to Clause 2.2

I certify that all information written in this form, the evidence of shares' held, and other support documents are correct and affix the name as evidence below and I give my permission to company disclose such information and supporting document as stated above.

(_____) Shareholder's Signature
Date _____

Remarks

1. The identification evidence is:
 - (1) In the case of a natural person, a certified true copy of identification card or passport (in case of non-resident shareholder) shall be enclosed. In this regard, the shareholder is requested to conceal the religious information on those copied documents since the Company does not intend to collect such information, whereby the religious information is not necessary for verifying the shareholders.
 - (2) In the case of a juristic person, a certified true copy of affidavit and identification card or passport (in case of non-resident shareholder) of the authorized director(s) who signs on the Form for Nominating the Candidate to be Elected as Director for AGM. In this regard, the authorized director(s) is requested to conceal the religious information on those copied documents since the Company does not intend to collect such information whereby the religious information is not necessary for verifying the authorized director.
 - (3) Others evidence (if any).
2. The shareholding evidence is:
 - (1) The shareholding certificate issued by the securities companies, or other evidence issued by the Thailand Securities Depository Company Limited, the Stock Exchange of Thailand or custodian, or a certified true copy of share certificate.
 - (2) Others evidence (if any).
3. Supporting evidence of the nominated person, i.e., educational qualification, working experiences (for the past 5 years), training information, shareholding information, and relationship with other directors, executives, major shareholders, or controlling persons (if any).
4. This Form for Nominating the Candidate to be Elected as Director for AGM together with other supporting documents mentioned above shall be delivered to the Company within **January 30, 2026**, in order that the Board of Directors has adequate time to consider.
5. In the case that collective shareholders nominate the person to be elected as director, each shareholder shall separately fill in the Form for Nominating the Candidate to be Elected as Director for AGM and affixes his/her signature as evidence. Those shareholders shall jointly appoint one shareholder as their representative under the criteria in Clause 2.2. In the case that the Company contacts such person, it shall be deemed that the Company contacts all shareholders who affix their signature. Thereafter, the said form of each shareholder shall be collected into one set and delivered to the Company.
6. In the case that individual or collective shareholders nominate more than one candidate to be elected as director, the Form for Nominating the Candidate to be Elected as Director for AGM shall be separately prepared for each candidate (1 Form for 1 candidate) and shall be signed by all shareholders in every Form.
7. In the case of changing title, name, or surname, the shareholder must provide a certified true copy of the change name certificate.
8. The Company will disqualify the shareholder who provided incomplete or incorrect information or is unable to contact or does not have complete qualifications.
9. The Company has announced Privacy Notice pursuant to the Personal Data Protection Act, B.E. 2562(2019), to inform the Data Subject of details about objectives, collective, use, and disclosure of personal data for the benefit of attending the AGM and in order to comply with relevant laws. For more details, please consider on the Company's website at <https://wyncoast.com/> Newsroom / Wyncoast

Form of Information of the Candidate for Director Election and Consent Letter

1. General Information (Please enclose a copy of valid identification card/passport (in case of foreigner) and certified true copy)

Name - Surname (Thai) : _____

Name – Surname (English) : _____

Nationality _____ Date of Birth : _____ Age _____ years

Address No _____ Road _____ Sub-district _____

District _____ Province _____

Home/Office Tel. No _____ Mobile Phone No _____

E-mail address: _____

2. Education (Please enclose the copy of academic qualification certificates and certified true copy)

☐ Undergraduate

☐ Bachelor Degree

☐ Above Bachelor Degree

Year

Institution

Major

3. Working Experience (Please enclose Curriculum Vitae and certified true copy)

Year

Company

Position

4. Job responsibility at the present position

5. Securities holding in Betagro Public Company Limited (including spouse and minor child and also including the juristic person that such person or spouse or minor child holding more than 30 percent of the total voting rights of the said juristic person)

Ordinary Shares _____ shares

6. Having direct / indirect interests (Please specify nature of the transactions and characteristics of such interests, including transaction value)

7. Required documents certified by nominated candidates

1) Copy of Identification Card

2) Copy of House Registration

3) Passport (for foreigners)

4) Copy of Education Certificate

5) Reference Letter from a present or latest company

I, _____, acknowledge and give my consent of being nominated for the election as Director of Betagro Public Company Limited in the 2026 Annual General Meeting of Shareholders, and certify that the information provided above is true and supporting documents submitted herewith are complete, accurate, and true, and without omission of any material facts. I hereby certify that I possess qualifications and do not have any prohibited characteristics as stipulated by the Public Limited Companies Law, Securities and Exchange Law, rules and regulation of the Company and relevant governing agencies and the good corporate governance of the Company, including criteria as specified in criteria 2.2. I agree that if the Board of Directors has nominated me for the election as Director to the shareholders' meeting, I shall fully cooperate with the Company and comply with the rules and regulations of the Company.

(_____) Candidate's signature

Date _____